

EXHIBIT A

ORRICK, HERRINGTON & SUTCLIFFE LLP

INVOICES FOR THE TIME PERIOD

MARCH 1-31, 2010*

*Please note that certain time entries have been redacted for privileged and confidential information.



ORRICK, HERRINGTON & SUTCLIFFE LLP
COLUMBIA CENTER
1152 15TH STREET, NW
WASHINGTON, D.C. 20005-1706
tel +1-202-339-8400
fax +1-202-339-8500
WWW.ORRICK.COM

David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

April 14, 2010
Client No. 17367
Invoice No. 1244012

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through March 31, 2010 in connection
with the matters described on the attached pages:

\$ 348,228.50

DISBURSEMENTS as per attached pages:

10,152.39

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

\$ 358,380.89

Matter(s): 17367/10, 11, 12, 13, 2, 7, 8, 9

DUE UPON RECEIPT

The following is for information only:
Previous Balance not included in this invoice:
\$1,160,058.92
If this amount has already been paid, please disregard.

In order to ensure proper credit to your account,
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REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:
Orrick, Herrington & Sutcliffe LLP
4253 Collections Center Drive
Chicago, IL 60693
Reference: 17367/ Invoice: 1244012
E.I.N. 94-2952627
Overnight deliveries: (312) 974-1642

**ELECTRONIC FUNDS
TRANSFERS:**
Wire Transfers Only:
ABA Number 0260-0959-3
Bank of America
100 West 33rd Street, NY, NY 10001
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499410382
Reference: 17367/ Invoice: 1244012
E.I.N. 94-2952627

**ELECTRONIC FUNDS
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ACH Transfers Only:
ABA Number 121-000358
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For Legal Services Rendered Through March 31, 2010 in Connection With:

Matter: 7 - Insurance Matters

03/01/10	P. Mahaley	Draft insurance settlement agreement.	4.00
03/02/10	P. Mahaley	Draft insurance settlement agreement.	4.60
03/03/10	P. Mahaley	Draft insurance settlement agreement (4.3); analyze insurer counsel comments re draft settlement agreement (1.5); confer with R. Wyron re proposed revisions to draft insurance settlement agreement (1.3); analyze proposed insurance settlement terms (.4).	7.50
03/04/10	P. Mahaley	Draft insurance settlement agreements (6.3); confer with R. Wyron re proposed insurance settlement terms (.8).	7.10
03/05/10	P. Mahaley	Revise insurance settlement agreement.	2.40
03/08/10	P. Mahaley	Analyze and revise draft summary of status of Plan objections re insurance issues (2.3); analyze documents provided by insurer re proposed settlement terms (1.1); analyze proposed insurance settlement terms (1.5); confer with R. Wyron and D. Felder re revisions to Plan documents re insurance issues (1.0).	5.90
03/09/10	P. Mahaley	Analyze draft submission of objection re denial of claim by Integrity Insurance Co. in Liquidation (.4); analyze proposed responses to insurer objections to confirmation (.5).	0.90
03/10/10	P. Mahaley	Analyze proposed revised Plan wording re insurance issues (2.5); participate by telephone in settlement meeting with insurer (1.7).	4.20
03/11/10	P. Mahaley	Analyze proposed changes to Plan documents re insurance issues.	1.20
03/12/10	P. Mahaley	Confer with R. Frankel and R. Wyron re terms of insurance settlement (1.0); confer with R. Wyron re proposed changes to Plan documents re insurance issues (.5); analyze insurance settlement proposal financial terms (2.2).	3.70
03/15/10	P. Mahaley	Analyze and summarize settlement status re all insurers (1.2); draft insurance settlement agreements (7.8).	9.00
03/16/10	P. Mahaley	Draft insurance settlement agreements (5.0); analyze proposed changes to Plan documents re insurance issues (.9); confer with R. Wyron and D. Felder re proposed changes to Plan documents re insurance issues (.7); confer with R. Wyron and D. Felder re insurance settlement strategy (.7).	7.30
03/17/10	P. Mahaley	Confer with R. Frankel and R. Wyron and counsel for the ACC re strategy re settlement with insurer (1.0); draft insurance settlement agreements (4.5).	5.50



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03/18/10	P. Mahaley	Draft insurance settlement agreements.	6.30
03/19/10	P. Mahaley	Draft insurance settlement agreements (8.1); confer with L. Esayian and R. Wyron re insurance settlement terms (1.2).	9.30
03/22/10	D. Felder	Review draft settlement agreement, approval motion and proposed order and provide comments to P. Mahaley.	1.90
03/22/10	P. Mahaley	Prepare for and conduct telephone conference with insurer counsel re settlement terms (1.6); analyze proposed changes to Plan documents re insurance issues (1.3); draft insurance settlement agreements and related documents (6.3).	9.20
03/23/10	P. Mahaley	Analyze proposed changes to Plan documents re insurance issues (3.5); draft insurance settlement agreements and related documents (2.0); confer with R. Wyron and D. Felder re proposed Plan document changes re insurance issues (.7).	6.20
03/24/10	P. Mahaley	Draft insurance settlement agreements and related documents.	4.90
03/25/10	P. Mahaley	Draft insurance settlement agreements (4.3); analyze proposed changes to Plan documents re insurance issues (1.0).	5.30
03/26/10	P. Mahaley	Prepare for and attend conference with R. Frankel and R. Wyron re terms to be included in insurance settlement agreement (2.1); draft insurance settlement agreement (1.6).	3.70
03/29/10	P. Mahaley	Prepare insurance settlement agreement for filing (3.2); analyze financial settlement terms for insurer (1.3).	4.50

Total Hours 114.60

Total For Services \$74,480.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	1.90	645.00	1,225.50
Peri N. Mahaley	112.70	650.00	73,255.00
Total All Timekeepers	114.60	\$649.92	\$74,480.50

Disbursements

Document Reproduction 1.30

Other Business Meals 6.75

Telephone 1.26

Total Disbursements \$9.31

Total For This Matter

\$74,489.81



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Matter: 8 - Litigation

03/01/10	D. Fullem	Review recently filed pleadings.	0.20
03/01/10	D. Felder	E-mail correspondence with J. Baer and P. Lockwood regarding Longacre (.3); review edits to motion to approve Longacre stipulation (.5); attention to settlement issues (.5); review correspondence regarding same (.5); review draft stipulation (.3).	2.10
03/01/10	R. Wyron	Call with M. Giannotto (.3); review insurer term sheet and organize notes (.8); review Longacre stip (.3); confer with P. Mahaley on insurer and follow-up (.6); review Montana correspondence (.4); confer with R. Frankel regarding settlement issues (.3); draft and revise settlement issues (.7); review M. Peterson testimony (.3).	3.70
03/01/10	R. Frankel	Review transcript of M. Peterson deposition re Libby issues (.5); consider settlement issues (.3).	0.80
03/01/10	R. Frankel	Review stipulation with SA changes re successor claims injunction.	0.60
03/01/10	R. Frankel	Review P. Mahaley e-mail memo re insurance settlement agreement (.4); prepare notes re same (.4).	0.80
03/01/10	R. Frankel	Review settlement issues with R. Wyron.	0.40
03/01/10	R. Frankel	Review e-mails with R. Horkovich re settlement issues.	0.30
03/01/10	R. Frankel	Confer with R. Wyron re settlement structures (.4); prepare notes re same (.3).	0.70
03/02/10	D. Fullem	Review recently filed pleadings.	0.20
03/02/10	D. Felder	Review documents underlying Debtors' objection to MCC's claim (2.9); review draft insurer settlement agreement (.8); review Debtors' motions to approve PD settlements and e-mail correspondence regarding same (.5).	4.20
03/02/10	R. Wyron	Review status of all pending settlements and respond to e-mails regarding same (.9); begin review of draft settlement (.8); confer with P. Lockwood on settlement proposal and response and follow-up (2.8); review National Union stipulation and e-mails regarding same (.2); review Successor Claims stipulation and e-mails regarding same (.2).	4.90
03/02/10	R. Frankel	Review insurer settlement issues, series of past e-mails.	0.80
03/02/10	R. Frankel	Telephone conference with R. Wyron re ACC issues, objector settlement issues (.6); review term sheet (.5).	1.10



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03/03/10	D. Fullem	Review recently filed pleadings.	0.20
03/03/10	D. Felder	Review draft settlement agreement, note issues, and e-mail correspondence with P. Mahaley regarding same.	1.00
03/03/10	R. Wyron	Call with D. Cohn and J. Heberling and follow-up (.9); organize issues outline (.3); call with P. Lockwood and R. Frankel regarding strategy and e-mails regarding same (2.1); revise settlement agreement (.3); review draft settlement agreement (.6); confer with P. Mahaley regarding issues on insurance settlement and notes regarding same (1.1); review additional draft (.4); review National Union stip (.2).	5.90
03/03/10	R. Frankel	Telephone conference with P. Lockwood, R. Wyron re objector and plan issues.	2.00
03/03/10	R. Frankel	Prepare notes, consider confirmation issues from P. Lockwood conversation.	0.80
03/04/10	D. Fullem	Review recently filed pleadings.	0.20
03/04/10	D. Felder	Review e-mail correspondence regarding plan issues.	1.00
03/04/10	R. Wyron	Review additional objector issues (.4); call with ACC on strategy, and follow-up (1.1); review changes to TDP and term sheet (.7); review [REDACTED] issues with P. Mahaley and follow-up (.8); review revised National Union stipulation (.2); review revised draft insurance settlement agreement (.4).	3.60
03/04/10	R. Frankel	Review draft settlement agreement and TDPs sent to objector counsel (1.3); consider objector proposal (.6).	1.90
03/04/10	R. Frankel	Telephone conference with T. Freedman re plan, confirmation issues (.4); prepare e-mail, issues list to R. Wyron, P. Lockwood re same (.4).	0.80
03/04/10	R. Frankel	Confer with R. Wyron re Grace meeting, status.	0.40
03/04/10	R. Frankel	Confer with R. Wyron re objector Plan issues in preparation for conference call (1.0); notes re same (.1).	1.10
03/04/10	R. Frankel	Telephone conference with P. Lockwood, E. Inselbuch re objector, plan issues (.9); notes re same (.1).	1.00
03/05/10	D. Fullem	Review recently filed pleadings.	0.20
03/05/10	J. Burke	Confer with R. Wyron regarding research assignment in support of settlement negotiations.	0.70
03/05/10	D. Felder	Review motion to approve National Union stipulation and e-mail correspondence regarding same (.8); review confirmation objection charts and note issues regarding same (1.5).	2.30



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03/05/10	R. Wyron	Begin review of objection chart from Debtors (1.2); calls with various counsel regarding potential global settlement and follow-up (1.4); review status notes on pending settlements (.4); call with F. Monaco and D. Cockrell and follow-up (.7); call with ACC counsel and follow up regarding global deal (.8); review draft stipulation (.4); review draft National Union motion and e-mails regarding same (.3).	5.20
03/05/10	R. Frankel	Review, edit draft insurer settlement agreement (1.2); prepare notes re same (.4).	1.60
03/05/10	R. Frankel	Review series of e-mails re status of chart of objections.	0.40
03/07/10	R. Frankel	Review MCC response to claim objection.	0.90
03/07/10	R. Frankel	Preliminary review of updated objection chart.	1.60
03/08/10	D. Fullem	Review recently filed pleadings.	0.20
03/08/10	J. Burke	Case law research in support of settlement negotiations.	0.50
03/08/10	D. Felder	Conference with R. Frankel and R. Wyron regarding update, strategy and next steps (.8); follow-up regarding same (1.0); review confirmation objection charts (3.2); conference with R. Wyron and P. Mahaley regarding same and follow-up (1.0); attention to e-mail correspondence regarding same (1.8).	7.80
03/08/10	R. Wyron	Review preliminary agenda (.3); call with D. Cohn (.2); review settlement issues and follow-up (.3); review Grace draft objection chart and Appendix A, and organize notes (2.1); confer with P. Mahaley, D. Felder and R. Frankel (various times) on objection chart (.9); call with R. Frankel re settlement status and follow-up (.4); call with T. Freedman and follow-up (.4); review BNSF TDP section and respond to e-mails regarding same (.6).	5.20
03/08/10	R. Frankel	Series of e-mails re K&E meeting and insurer meeting.	0.50
03/08/10	R. Frankel	Review updated chart of objections.	2.20
03/08/10	R. Frankel	Confer with R. Wyron, D. Felder re various pending issues: chart, plan, Libby, MCC (.9); notes re same (.3).	1.20
03/08/10	R. Frankel	Review draft summary of remaining objections (.4); review Appendix A to chart (.8).	1.20
03/08/10	R. Frankel	Telephone conference with R. Wyron re comments to chart and Appendix A.	0.40
03/09/10	D. Fullem	Review recently filed pleadings.	0.20
03/09/10	D. Fullem	Update Grace service list.	0.30
03/09/10	J. Burke	Case law research in support of settlement negotiations.	2.70
03/09/10	D. Felder	Attention to confirmation objections chart and provide comments regarding same.	2.50



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03/09/10	R. Wyron	Review e-mails on potential settlement and follow-up (.8); review draft plan changes and organize comments (1.3); confer with P. Lockwood on settlement issues and follow-up (1.2); review hearing transcript (.6); review revised objection chart and follow-up (.7).	4.60
03/09/10	R. Frankel	Review, consider Libby Joinder, series of e-mails re MCC response.	0.60
03/09/10	R. Frankel	Review agenda for 3/22 hearing; prepare notes for hearing.	0.50
03/10/10	D. Fullem	Review recently filed pleadings.	0.20
03/10/10	J. Burke	Research in support of settlement negotiations (1.2); confer with R. Wyron regarding research findings (.5).	1.70
03/10/10	D. Felder	E-mail correspondence regarding confirmation objections chart and attention to same.	1.80
03/10/10	D. Felder	Review proposed TDP changes.	0.40
03/10/10	R. Wyron	Review plan changes (1.1); call with D. Cohn and follow-up (1.2); review issues for call on settlement status (.4); follow-up call to D. Cohn, and e-mail regarding same (.3); work on TDP changes (.3); review MCC response and outline issues (.7); call with M. Giannotto (.3); review changes to Appendix A and follow-up (.8); call with P. Mahaley on open issues and e-mail regarding same (.3).	5.40
03/10/10	R. Frankel	Review markup to objections chart (.5); review markup to Appendix A (.6); review markup to Plan (.3).	1.40
03/10/10	R. Frankel	Prepare issues list in preparation for meeting with K&E.	1.20
03/10/10	R. Frankel	Review blackline of TDP showing changes since filed (1.3); review plan amendments re insurer (.4).	1.70
03/11/10	D. Fullem	Review e-mail from R. Frankel re Grace's 8K.	0.40
03/11/10	D. Fullem	Review mandate issued in Grace v. Chakarian.	0.20
03/11/10	R. Wyron	Confer (several times) with R. Frankel regarding strategy for settlement negotiations and follow-up (1.1); review issues on potential settlement for call with ACC (.4); call with P. Lockwood regarding potential settlement and follow-up (1.2); review and revise agenda for meeting with Debtors' counsel (.6); review CNA stipulation and respond to Debtors' counsel regarding same (.3).	3.60
03/11/10	R. Frankel	Review, prepare notes re series of e-mails re settlement issues.	1.20
03/11/10	R. Frankel	Confer with R. Wyron re settlement issues and insurer meeting.	0.90
03/11/10	R. Frankel	Review marked CNA stipulation with CNA comments.	0.40
03/11/10	R. Frankel	Telephone conference with P. Lockwood, R. Wyron re settlement issues.	1.10
03/11/10	R. Frankel	Confer with R. Wyron re plan, settlement issues (.3); notes re same (.1).	0.40



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03/11/10	R. Frankel	Review documents in preparation for meeting with J. Aldock (.6); confer with R. Wyron re same (.3).	0.90
03/11/10	R. Frankel	Confer with J. Aldock re issues.	2.20
03/12/10	D. Fullem	Review recently filed pleadings.	0.20
03/12/10	D. Felder	Review recently filed pleadings (1.0); telephone conference with R. Frankel regarding same (.1); attention to e-mail correspondence regarding status of various settlement negotiations (1.2); follow-up regarding same (.5).	2.80
03/12/10	R. Wyron	Calls regarding settlement issues (.6); follow-up with D. Cohn (.3); confer with P. Mahaley on plan changes and follow-up (.8); review comments on draft insurance settlement agreement and follow-up e-mails regarding same (.9); work on security language for draft agreement (.2); confer with R. Frankel and P. Mahaley on term of draft settlement agreement and follow-up (1.1).	3.90
03/12/10	R. Frankel	Prepare memo re meeting with J. Aldock; prepare e-mail to P. Mahaley, R. Wyron re same.	0.80
03/12/10	R. Frankel	Confer with P. Mahaley, R. Wyron re settlement issues, next steps.	1.00
03/12/10	R. Frankel	Telephone conferences with J. Aldock re issues (.5); exchange series of e-mails with R. Horkovich re same (.5).	1.00
03/12/10	R. Frankel	Prepare spreadsheet re potential settlement (.8); prepare notes re terms of settlement (.6).	1.40
03/12/10	R. Frankel	Confer with R. Wyron re settlement issues.	0.80
03/13/10	R. Frankel	Review recently filed pleadings.	1.30
03/15/10	S. Cruzado	Review recently filed documents.	1.50
03/15/10	D. Fullem	Review recently filed documents.	0.20
03/15/10	J. Burke	Research and draft memorandum in support of settlement negotiations.	10.10
03/15/10	D. Felder	Telephone conference with J. Burke regarding research issues (.1); review e-mail correspondence regarding plan issues and confirmation objection charts (1.0); begin review of confirmation objection charts (1.2).	2.30
03/15/10	R. Wyron	Review draft insurer settlement agreement and provide comments (1.3); review comments from R. Frankel and P. Mahaley on insurance settlement agreement and follow-up (.6); confer with P. Mahaley regarding draft settlement agreement (.4); call with R. Frankel regarding settlement issues and follow-up (.4); draft response to settlement proposal and follow-up with ACC (1.1); review revised TDP, Plan and objection chart, and provide comments (1.4); confer with J. Burke on legal analysis (.3).	5.50
03/15/10	R. Frankel	Review memo, other communications re settlement issues.	1.10



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03/15/10	R. Frankel	Review e-mails, draft agreement re various insurer settlement issues.	0.80
03/15/10	R. Frankel	Review e-mail from R. Wyron with draft language re status with objector (.4); telephone conferences with R. Wyron re same (.3).	0.70
03/15/10	R. Frankel	Review, prepare notes re possible settlement.	1.20
03/15/10	R. Frankel	Review revised summary of remaining confirmation objections (.6); review revised Appendix A (.8).	1.40
03/16/10	S. Cruzado	Conference with Debtors re exhibits introduced at confirmation hearing (.3); review trial exhibits introduced at hearing (.7).	1.00
03/16/10	D. Fullem	Review and respond to e-mails from D. Felder regarding hearing on March 22.	0.50
03/16/10	D. Fullem	Review recently filed pleadings.	0.20
03/16/10	J. Burke	Revise draft memorandum in support of settlement negotiations (.7); confer with D. Felder regarding revisions to draft memorandum (.2); confer with R. Wyron regarding revisions to draft memorandum (.1).	1.00
03/16/10	D. Felder	Conference with R. Wyron and P. Mahaley regarding plan edits (1.3); follow-up regarding same (.5); review and revise plan documents (1.5); review J. Burke memorandum and provide comments regarding same (1.0); review confirmation objections chart, Appendix A, plan documents, and notice of filing plan modifications and provide comments regarding same (4.5); review recently filed pleadings and agenda for meeting with ACC (.2); e-mail correspondence with D. Fullem regarding omnibus hearing (.2); telephone conference with J. Radecki regarding same (.1).	9.30
03/16/10	R. Wyron	Review plan, TDP, objection chart, appendix and summary for comments and changes (1.9); confer with P. Mahaley and D. Felder on changes to plan, TDP, objection chart, appendix and summary (.7); review draft insurance issues outline (.4); review draft insurance settlement agreement (1.2); organize notes for meeting with Debtors' counsel (.5); review draft notice of plan modifications and provide comments (.3); review issues on potential settlement (.3).	5.30
03/16/10	R. Frankel	Review draft settlement agreement with insurer (1.3); confer with R. Wyron re same (.3).	1.60
03/16/10	R. Frankel	Review revised chart of objections; e-mail summary of comments re same.	1.70
03/16/10	R. Frankel	Review amended agenda for March 22 hearing.	0.40
03/16/10	R. Frankel	Review series of e-mails re charts, status of objections.	0.40
03/17/10	D. Fullem	Review e-mail from R. Wyron regarding 3/22 hearing.	0.30



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03/17/10	D. Fullem	Review recently filed pleadings.	0.20
03/17/10	J. Burke	Review court filings related to settlement negotiations (2.5); confer with R. Wyron regarding research findings (.1); confer with R. Frankel and R. Wyron regarding research findings (.5).	3.10
03/17/10	D. Felder	Review and revise updated confirmation objections chart, Appendix A, and plan documents (2.0); e-mail correspondence to/from Debtors regarding same (1.2).	3.20
03/17/10	R. Wyron	Calls with T. Schiavoni regarding issues (1.1); work on agenda items for meeting with Grace counsel (.4); review two potential insurer settlements and respond to e-mails regarding same (.5); review several draft insurer settlement agreements and provide comments (1.3); call with ACC regarding insurer settlement (1.0); confer with J. Burke regarding research and follow-up (.6); review financial analysis (.4); work on "independent claim" issues (.7); review e-mail regarding issues in reimbursement agreement settlement and follow-up (.6).	6.60
03/17/10	R. Frankel	Telephone conference with T. Freedman re March 22 hearing (.2); review hearing issues with R. Wyron (.2).	0.40
03/17/10	R. Frankel	Review marked pages to chart of confirmation requirements and objections.	0.50
03/17/10	R. Frankel	Review series of e-mails from P. Mahaley re insurance settlements.	0.50
03/17/10	R. Frankel	Confer with R. Wyron, J. Burke re confirmation issues.	0.70
03/17/10	R. Frankel	Review MCC-related pleadings in preparation for meeting with Grace.	0.90
03/17/10	R. Frankel	Review issues, e-mails re Canadian rep counsel, draft order.	0.60
03/17/10	R. Frankel	Review Quigley decision in connection with possible objections to confirmation.	0.80
03/17/10	R. Frankel	Confer with R. Wyron re settlement issues.	0.30
03/17/10	R. Frankel	Confer with R. Wyron, P. Mahaley re insurer issues (.5); telephone conference with P. Lockwood, R. Horkovich re same (.9).	1.40
03/18/10	D. Fullem	Review recently filed pleadings.	0.20
03/18/10	D. Fullem	Review and respond to e-mail from D. Felder regarding filing in Grace.	0.20
03/18/10	J. Burke	Research in support of settlement negotiations (.9); research in support of joinder to claims objection (4.5).	5.40



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03/18/10	D. Felder	Prepare for strategy session with Debtors and ACC (1.0); attend strategy session with Debtors and ACC and follow-up (5.3); prepare joinder to Debtors' objection to MCC's claims (.2); review COC and revised proposed orders regarding Canadian ZAI representative counsel (.3); review revised documents from Debtors regarding confirmation objections chart, appendix A and plan documents (3.0); telephone conference with D. Boll regarding same (.2); conference with R. Wyron regarding same (.1); follow-up regarding same (.5).	10.60
03/18/10	R. Wyron	Organize notes for meeting with ACC and Debtors (.6); meet with P. Lockwood and follow-up (.5); meet with ACC and Debtors counsel regarding strategy (4.9); confer with D. Felder regarding follow-up (.3); confer with R. Frankel regarding follow-up (.4); review e-mail from D. Hogan and follow-up regarding Rep. Counsel (.4); call with P. Mahaley regarding insurance settlements and follow-up (.6); work on joinder regarding MCC (.4).	8.10
03/18/10	R. Frankel	Review file in preparation for Grace meeting (.3); confer with R. Wyron in preparation for meeting (.5).	0.80
03/18/10	R. Frankel	Confer with R. Wyron, P. Lockwood in preparation for meeting with Grace.	0.40
03/18/10	R. Frankel	Confer with Debtors and ACC re case issues, timing, settlement.	4.90
03/18/10	R. Frankel	Confer with R. Wyron re Grace meeting, settlement issues (.4); notes re same (.4).	0.80
03/18/10	R. Frankel	Review draft joinder re MCC, e-mail re same.	0.30
03/18/10	R. Frankel	Review COC and draft orders appointing Rep. Counsel for CNDN ZAI and appointing the Hogan Firm.	0.60
03/18/10	R. Frankel	Confer with R. Wyron re D. Cohn telephone call, next steps (.3); notes re same (.2).	0.50
03/19/10	D. Fullem	Review recently filed pleadings.	0.20
03/19/10	J. Burke	Confer with R. Wyron regarding research findings in support of joinder to claims objection (.2); review docket filings related to settlement negotiations (2.1).	2.30
03/19/10	D. Felder	E-mail correspondence to/from Debtors and ACC regarding plan modifications and related filings (1.0); review documents regarding same (2.7).	3.70



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03/19/10	R. Wyron	Review MCC issues, including complaints and objection (.9); call with Debtor and Libby counsel regarding status conference and follow-up (.6); review joinder and e-mails regarding same (.4); review plan changes and respond to e-mails regarding same (1.2); review draft language on security for insurance settlement and provide comments (.3); review pleadings regarding Rep Counsel and follow-up (.4); confer with R. Frankel regarding MCC strategy and follow-up (.5); review CNA complaint and follow-up (.6).	4.90
03/19/10	R. Frankel	Review various versions of notice of fourth set of plan modifications, e-mails re same.	0.60
03/19/10	R. Frankel	Review redlined plan of reorganization with cumulative changes.	1.10
03/19/10	R. Frankel	Review redlined TDP with cumulative changes.	0.70
03/19/10	R. Frankel	Confer with R. Wyron re settlement issues.	0.40
03/19/10	R. Frankel	Telephone conference with J. Aldock (.5); notes re same (.2).	0.70
03/19/10	R. Frankel	Confer with R. Wyron re J. Aldock call, status (.5); prepare notes re status (.3).	0.80
03/19/10	R. Frankel	Review Fuller Austin motion to approve [REDACTED] settlement agreement and [REDACTED] settlement agreement.	0.90
03/21/10	R. Frankel	Review Pennock Complaint v. MCC, Montana and CNA.	0.90
03/21/10	R. Frankel	Prepare notes re settlement with insurer.	1.20
03/22/10	D. Fullem	Review recently filed pleadings.	0.20
03/22/10	J. Burke	Confer with Orrick team regarding settlement negotiations.	0.70
03/22/10	D. Felder	Review filed versions of plan documents and confirmation objections chart (2.5); conference with Orrick team regarding research issues and strategy and follow-up re same (.8); follow-up conference with J. Burke regarding same and follow-up (.5).	3.80
03/22/10	R. Wyron	Review CNA complaints (.8); organize outline re independent claims (.6); confer with R. Frankel re strategy and follow-up (.4); meet with J. Burke and D. Felder on independent claims project (.8); call with M. Giannotto and follow-up (.2); calls with P. Mahaley re insurer settlement issues and follow-up (.8); review plan issues (.4).	4.00
03/22/10	R. Frankel	Confer with R. Wyron re alternative insurer settlement.	0.60
03/22/10	R. Frankel	Prepare further notes re modified settlement approach.	0.40
03/22/10	R. Frankel	Review confirmation issues (1.2); notes re same (.4).	1.60
03/22/10	R. Frankel	Review series of e-mails re corrections to filed chart from Geico, Federal, AXA Belgium.	0.80
03/22/10	R. Frankel	Confer with D. Felder, J. Burke re 524(g), settlement issues (.6); notes re same (.2).	0.80
03/23/10	S. Cruzado	Review recently filed documents.	1.50
03/23/10	D. Fullem	Review recently filed documents.	0.20



O R R I C K

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03/23/10	D. Felder	Review confirmation objections chart and e-mail correspondence regarding same (2.5); conference with R. Wyron and P. Mahaley regarding same (.5); follow-up e-mail correspondence regarding same (.3).	3.30
03/23/10	R. Wyron	Review objection chart for changes (1.1); confer with D. Felder and P. Mahaley re objection status and follow-up (.8); review e-mails re insurance settlements and respond (.4); confer with R. Frankel re potential insurance and global settlements, and follow-up e-mails re same (.9)	3.20
03/23/10	R. Frankel	Review series of e-mails with P. Lockwood, R. Wyron, T. Freedman re 2nd Circuit opinion.	0.40
03/23/10	R. Frankel	Read 2nd Circuit Manville opinion.	1.70
03/23/10	R. Frankel	Telephone conference with J. Aldock (.3); notes re same (.3).	0.60
03/23/10	R. Frankel	Review series of e-mails re changes to chart from D. Felder, P. Lockwood, J. Baer, others (.6); review chart (.6).	1.20
03/23/10	R. Frankel	Telephone conference with T. Freedman re settlement status (.3); telephone conference with T. Freedman, M. Shelnitz re status (.5).	0.80
03/23/10	R. Frankel	Confer with R. Wyron re telephone conferences with J. Aldock, T. Freedman, M. Shelnitz, next steps (.7); notes re same (.2).	0.90
03/23/10	R. Frankel	Further review of Libby complaints against CNA and MCC.	0.80
03/24/10	S. Cruzado	Review recently filed documents.	1.00
03/24/10	D. Fullem	Review recently filed documents.	0.20
03/24/10	D. Felder	Review pleadings and related materials regarding Chakarian adversary proceeding (3.8); review docket regarding upcoming deadlines (.5); e-mail correspondence with J. Radecki regarding pension issues (.1).	4.40
03/24/10	R. Wyron	Continue review of objection chart (.6); work on outline for settlements (1.6); review Libby complaints (.7); review decisions in Travelers case (1.1); review draft insurer settlement agreement and provide comments (.9).	4.90
03/24/10	R. Frankel	Review series of e-mails re chart of objections, chart as revised and appendices.	1.40
03/24/10	R. Frankel	Review with R. Wyron status with objectors.	0.70
03/25/10	D. Fullem	Review recently filed documents.	0.20
03/25/10	D. Felder	E-mail correspondence regarding confirmation objections chart (.4); review same (1.0); continue review of pleadings regarding Chakarian adversary (1.3).	2.70



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03/25/10	R. Wyron	Review and revise insurer agreement (.7); continue work on outline for potential settlement (.8); review deal analysis calculations and provide comments (.4); review LTIP motion issue re stock issuance agreement (.6); confer with Z. Finley and follow-up (.4); e-mails to and from R. Smith and A. Rich re same (.6); review objection chart (.3); review documents re Libby cases (1.2).	5.00
03/25/10	R. Frankel	Review, mark up draft settlement agreement (1.3); review D. Felder e-mail re same (.1).	1.40
03/25/10	R. Frankel	Review, consider series of e-mails re settlement issues from R. Wyron.	0.40
03/25/10	R. Frankel	Telephone conference with M. Shelnitz, T. Freedman re settlement issues, update (.4); notes re same (.2).	0.60
03/26/10	D. Fullem	Review recently filed documents.	0.20
03/26/10	D. Felder	Review files regarding confirmation hearing, settlements and various research issues (3.0); review modified order regarding Canadian ZAI special counsel and e-mail correspondence regarding same (.1).	3.10
03/26/10	R. Wyron	Review draft insurance agreement (.8); call with R. Frankel and P. Mahaley regarding same (.6); review LTIP issue (.2); call with J. Wisler and follow-up (1.1); review final insurance settlement agreement issues (.2); review e-mails regarding MCC claims objection CMO and follow-up (.5).	3.40
03/26/10	R. Frankel	Telephone conference with R. Wyron, P. Mahaley re insurer settlement agreement, approval order (.8); prepare notes re same (.3).	1.10
03/26/10	R. Frankel	Review draft insurer settlement agreement.	0.70
03/29/10	D. Fullem	Review recently filed pleadings.	0.20
03/29/10	D. Felder	Review appellate decisions in connection with settlement strategy and research.	2.50
03/29/10	D. Felder	Review revised confirmation objections chart and e-mail correspondence regarding same.	2.00
03/29/10	R. Wyron	Review insurance settlement draft language and call with P. Mahaley regarding same (.8); organize notes on open issues (.3); confer with R. Frankel on strategy and follow-up (.3); review comments on objection chart and respond (.5); review potential deal issues and term sheet (.4); review insurer deal analysis and call with P. Mahaley regarding same (.6).	2.90
03/29/10	R. Frankel	Prepare notes re potential settlement.	0.80
03/29/10	R. Frankel	Review issues re potential insurer settlement.	0.90
03/29/10	R. Frankel	Confer with R. Wyron re potential settlements.	0.40
03/30/10	D. Fullem	Review recently filed pleadings.	0.20



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03/30/10	D. Felder	E-mail correspondence and telephone call with J. Radecki regarding pension motion (.2); telephone conference with Grace and financial advisors regarding pension motion (.5); follow-up regarding same (.1); review blackline of confirmation objections charts (1.5); review Bank Lenders' response regarding same (.5); e-mail correspondence with Debtors regarding same (.4); review Debtors' motion to approve fee holdbacks regarding fraudulent conveyance action (.3).	3.50
03/30/10	R. Wyron	Review case law regarding global deal and follow-up (1.2); call to P. Mahaley on open items and follow-up (.6); review lender comments and follow-up (.4); review insurer deal provisions and follow-up with e-mails regarding same (.7).	2.90
03/30/10	R. Frankel	Review revised chart, related summaries of resolved objections and objections (2.1); series of e-mails re same (.3).	2.40
03/30/10	R. Frankel	Review bank lender response to chart and e-mails re same.	0.40
03/31/10	D. Fullem	Review recently filed pleadings.	0.20
03/31/10	D. Felder	Review filed version of Plan Proponents' confirmation objections chart and exhibits.	0.50
03/31/10	R. Wyron	Review potential deal outline and refine (.8); review e-mails on insurance settlement issues and follow-up (.6); review latest proposed plan amendments for additional comments (.4).	1.80
03/31/10	R. Frankel	Review as-filed chart and appendices.	1.30
03/31/10	R. Frankel	Prepare for call with J. Aldock (.4); telephone conference with J. Aldock (.3).	0.70

Total Hours 321.90

Total For Services \$252,003.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
James W. Burke	28.20	445.00	12,549.00
Stephen C. Cruzado	5.00	240.00	1,200.00
Debra Felder	80.80	645.00	52,116.00
Roger Frankel	97.10	985.00	95,643.50
Debra O. Fullem	6.30	265.00	1,669.50
Richard H. Wyron	104.50	850.00	88,825.00
Total All Timekeepers	321.90	\$782.86	\$252,003.00

Disbursements



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Document Reproduction	55.10	
Other Business Meals	272.11	
Outside Services	30.00	
Telephone	26.48	
Westlaw Research	8,016.32	
Total Disbursements		\$8,400.01

Total For This Matter	\$260,403.01
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Matter: 9 - Plan & Disclosure Statement

03/11/10	R. Frankel	Review W.R. Grace 8-K.	0.60
03/11/10	R. Frankel	Review redlined draft plan.	1.30
03/13/10	R. Frankel	Review redlined Exhibit 5 of Settled Insurance Policies and chart from P. Mahaley re status of same.	0.60
03/15/10	R. Frankel	Review changes from R. Wyron to Plan and TDP.	0.90
03/16/10	R. Frankel	Review draft notice of filing of amended plan with fourth modifications (.5); telephone conference with R. Wyron re same (.3).	0.80
03/16/10	R. Frankel	Review cumulative redlined amended plan with modification.	2.30
03/17/10	R. Frankel	Review, edit J. Burke memo re confirmation issues (1.4); e-mails re same (.2).	1.60
03/17/10	R. Frankel	Review marked pages to Plan of Reorganization.	0.60
03/18/10	R. Frankel	Review series of e-mails with J. Sinclair, J. Radecki re calculation of value to the Trust (.4); review Grace 8-K re earnings (.3).	0.70
03/22/10	R. Frankel	Review J. Sinclair spreadsheet, J. Radecki e-mails (.6); telephone conference with J. Radecki re value of warrants (.2).	0.80
03/22/10	R. Frankel	Confer with R. Wyron re plan interest calculations; review Plan, Term Sheet re same.	0.90
03/22/10	R. Frankel	Review chart from Lincoln Financial re asset valuation to Trust.	0.40
03/25/10	Z. Finley	Review Share Issuance Agreement in response to inquiry from R. Wyron (.4); telephone conference with R. Wyron (.1).	0.50
03/25/10	R. Smith	E-mail to R. Wyron regarding Share Issuance Agreement issue.	0.30
		Total Hours	12.30
		Total For Services	\$11,905.00



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<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Zachary S. Finley	0.50	645.00	322.50
Roger Frankel	11.50	985.00	11,327.50
Richard V. Smith	0.30	850.00	255.00
Total All Timekeepers	12.30	\$967.89	\$11,905.00

Total For This Matter

\$11,905.00



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Matter: 10 - Retention of Professionals - Other

03/01/10	D. Felder	Attention to J. Biggs' supplemental disclosure and e-mail correspondence with P. Brooks and J. Biggs regarding same.	0.80
03/01/10	R. Wyron	Review draft J. Biggs declaration and provide comments.	0.20
03/02/10	D. Felder	E-mail correspondence with P. Brooks regarding supplemental disclosure and review comments regarding same.	0.80
03/02/10	R. Wyron	Review revised J. Biggs declaration.	0.20
03/03/10	D. Felder	Review comments from J. Brooks regarding Towers Watson supplemental disclosure and finalize same.	1.00
03/05/10	D. Felder	E-mail correspondence with J. Biggs regarding supplemental disclosure.	0.10
03/08/10	D. Fullem	Coordinate finalizing, filing and serving of supplemental declaration of J. Biggs for Towers Watson.	1.00
Total Hours			4.10
Total For Services			\$2,346.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	2.70	645.00	1,741.50
Debra O. Fullem	1.00	265.00	265.00
Richard H. Wyron	0.40	850.00	340.00
Total All Timekeepers	4.10	\$572.32	\$2,346.50

Disbursements		
Document Reproduction	268.60	
Postage	267.75	
Total Disbursements		\$536.35

Total For This Matter **\$2,882.85**



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Matter: 11 - Compensation of Professionals - Other

03/02/10	D. Fullem	Coordinate finalizing, filing and service of Towers Watson January monthly and quarterly fee application for Oct-Dec 09.	1.00
03/08/10	D. Fullem	Coordinate finalizing, filing and serving of Tre Angeli quarterly for Jul-Sep 09 time period.	0.50
03/08/10	D. Fullem	Review e-mail from C. Burke regarding status of Lincoln fee applications.	0.10
03/09/10	D. Fullem	Confer with D. Felder regarding Tre Angeli quarterly to be heard in June; e-mail to J. Radecki regarding same.	0.30
03/09/10	D. Fullem	Review Tre Angeli quarterly for Jul-Sep 2009 time period; coordinate filing of same; discuss objection period issue with D. Felder.	0.50
03/09/10	D. Fullem	E-mail to J. Radecki regarding quarterly for Jul-Sep 09 time period.	0.10
03/11/10	D. Fullem	Review and revise Tre Angeli quarterly for Oct-Dec 09; coordinate filing of same; service on parties.	0.80
03/15/10	D. Fullem	Review e-mail from D. Felder regarding confirmation of amounts on Debtors' submitted proposed order for fee application hearing.	0.10
03/17/10	D. Fullem	Review of proposed fee order by Debtors' counsel to confirm all amounts are correct; e-mail to D. Felder regarding same.	0.30
03/23/10	D. Fullem	Prepare CNO for January fee application filed by Towers Watson and coordinate filing and service of same.	0.50
03/25/10	D. Fullem	Follow-up e-mail to C. Burke at Lincoln regarding status of January 09 fee application; review response.	0.20
03/26/10	D. Fullem	Coordinate finalizing, filing and serving of Lincoln's January fee application.	0.50
03/26/10	D. Fullem	E-mail to C. Burke regarding status of filing of January 2010 fee application and quarterly to be filed at later date.	0.20

Total Hours	5.10	
Total For Services		\$1,351.50



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<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra O. Fullern	5.10	265.00	1,351.50
Total All Timekeepers	5.10	\$265.00	\$1,351.50

Disbursements			
Document Reproduction		542.10	
Express Delivery		69.96	
Postage		548.74	
Total Disbursements			\$1,160.80

Total For This Matter	\$2,512.30
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Matter: 12 - Retention of Professionals - Orrick

03/05/10	D. Fullem	Review information on updating of 2014 disclosure.	0.20
03/09/10	D. Fullem	Confer with R. Wyron regarding updating of disclosure.	0.10
03/11/10	D. Fullem	Review docket for new appearances; prepare e-mail to R. Wyron.	0.80
03/11/10	D. Fullem	E-mail to R. Wyron regarding updated disclosure.	0.20
Total Hours			1.30
Total For Services			\$344.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra O. Fullem	1.30	265.00	344.50
Total All Timekeepers	1.30	\$265.00	\$344.50

Total For This Matter **\$344.50**



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Matter: 13 - Compensation of Professionals - Orrick

03/01/10	D. Fullem	Review receipts from confirmation trial; e-mail to B. Ruhlander with response.	0.90
03/01/10	D. Fullem	Discuss edits to monthly and quarterly fee applications with R. Wyron and review edits; update D. Felder regarding same.	0.30
03/01/10	D. Fullem	Review e-mail from P. Mahaley regarding January invoice; e-mail to S. Vucelick re same; update R. Wyron re same.	0.50
03/01/10	D. Felder	Review Orrick's January monthly fee application and 16th quarterly fee application and provide comments regarding same.	0.60
03/01/10	R. Wyron	Review January monthly fee application (.3); review quarterly fee application (.3); respond to follow-up issue from fee auditor (.1).	0.70
03/02/10	D. Fullem	Coordinate finalizing, filing and service of Orrick January monthly and quarterly fee application for Oct-Dec 09.	1.00
03/02/10	D. Fullem	Review prebill and discuss same with R. Wyron.	1.00
03/03/10	R. Wyron	Review fee auditor's final report and follow-up.	0.30
03/05/10	D. Fullem	Review February prebill.	1.00
03/08/10	D. Felder	Review February prebill.	2.00
03/09/10	R. Wyron	Review February prebill and provide comments.	0.60
03/12/10	D. Fullem	Review docket update as to status of fee application filings, objection deadlines.	0.10
03/15/10	D. Fullem	Review e-mail from D. Felder regarding confirmation of amounts on Debtors' submitted proposed order for fee application hearing.	0.10
03/15/10	D. Fullem	Review e-mail from B. Ruhlander and R. Wyron regarding fee auditor final report on Jul-Sept 09 quarterly.	0.10
03/19/10	D. Fullem	Review final February invoice (.4); prepare draft of February fee application (1.2); e-mail to R. Wyron and D. Felder for review and comment (.1).	1.70
03/22/10	D. Fullem	Review e-mail from R. Wyron regarding Orrick February fee application.	0.10
03/22/10	D. Fullem	Review e-mail from D. Felder regarding status of review of Orrick February fee application.	0.10
03/23/10	D. Fullem	Confer with D. Felder regarding status of review of Orrick's draft February fee application.	0.20
03/23/10	D. Fullem	Prepare CNO for January fee application filed by Orrick and coordinate filing and service of same.	0.50



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03/25/10	D. Fullem	Review recent payment information; update fee/expense spreadsheets; circulate to R. Frankel, R. Wyron, and accounting department.	0.50
03/26/10	D. Fullem	Prepare edits by D. Felder to Orrick February fee application.	0.30
03/26/10	D. Fullem	Coordinate filing and serving of Orrick February fee application.	0.50
03/26/10	D. Fullem	Prepare updates to fee/expense spreadsheets; e-mail to R. Frankel, R. Wyron and V. Crossley.	0.30
03/26/10	D. Felder	Review February fee application.	0.50
		Total Hours	13.90
		Total For Services	\$5,797.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	3.10	645.00	1,999.50
Debra O. Fullem	9.20	265.00	2,438.00
Richard H. Wyron	1.60	850.00	1,360.00
Total All Timekeepers	13.90	\$417.09	\$5,797.50

Disbursements	45.92	
Express Delivery		\$45.92
Total Disbursements		\$45.92

Total For This Matter **\$5,843.42**

*** COMBINED TOTALS ***

Total Hours	473.20	
Total Fees, all Matters		\$348,228.50
Total Disbursements, all Matters		\$10,152.39
Total Amount Due		\$358,380.89